CLAIMS

1. (Currently Amended) A footwear component of an article of footwear, the

footwear component comprising:

an interchangeable upper portion including a rear portion, the interchangeable upper

portion defining an outer perimeter and being open at the rear portion;

one or more releasable fasteners disposed along at least a portion of the outer perimeter

of the interchangeable upper portion and adapted for releasably fastening the interchangeable

upper portion to an article of footwear; and

one or more alignment mechanisms disposed on the a-rear portion of the interchangeable

upper portion away from the outer perimeter of the interchangeable upper portion for aligning

the interchangeable upper portion on an article of footwear prior to releasably fastening the

interchangeable upper portion to an article of footwear.

2. (Previously Presented) The footwear component of claim 1, wherein the one or

more alignment mechanisms include hook and loop fasteners.

3. (Previously Presented) The footwear component of claim 1, further comprising

shoelaces.

4. (Previously Presented) The footwear component of claim 1, wherein at least a

portion of the interchangeable upper portion comprises a breathable material.

-2-

5. (Previously Presented) The footwear component of of claim 1, wherein at least a

portion of the interchangeable upper portion comprises a portion of breathable material, and

wherein the portion of breathable material on the interchangeable upper portion can correspond

with a portion of breathable material on a fixed upper portion of an article of footwear, and

thereby can allow airflow through the breathable portions to a wearer's foot.

6. (Canceled)

7. (Previously Presented) The combination of the footwear component of claim 1

and an article of footwear, wherein the interchangeable upper portion is releasably fastened to

the article of footwear.

8. (Previously Presented) The combination of claim 7, wherein the article of

footwear comprises:

a fixed upper portion;

a sole fixedly connected to the fixed upper portion; and

one or more releasable fasteners for engaging the one or more releasable fasteners on the

interchangeable upper portion and for releasably fastening the interchangeable upper portion to

the article of footwear.

- 3 -

9. (Previously Presented) The footwear component of claim 8, wherein the fixed

upper portion further comprises one or more alignment mechanisms for receiving the one or

more alignment mechanisms of the interchangeable upper portion.

10. (Previously Presented) The footwear component of claim 9, wherein the one or

more alignment mechanisms of the interchangeable upper portion are engaging the one or more

alignment mechanisms of the interchangeable upper portion.

11. (Previously Presented) The footwear component of claim 8, wherein the

interchangeable upper portion substantially covers the fixed upper portion.

12. (Currently Amended) An article of footwear comprising:

a fixed upper portion defining a bottom exterior perimeter;

a sole defining an outer exterior perimeter, the sole fixedly connected to the fixed upper

portion such that the outer exterior perimeter of the sole generally corresponds with a substantial

portion of the bottom exterior perimeter of the fixed upper portion to form an outer perimeter of

the article of footwear;

one or more releasable fasteners for releasably fastening an interchangeable upper portion

to the article of footwear, the one or more releasable fasteners being generally disposed along at

- 4 -

least a portion of the outer perimeter of the article of footwear but not extending continuously

along the entire outer exterior perimeter of the sole; and

one or more alignment mechanisms for aligning the interchangeable upper portion with

the fixed upper portion prior to releasably fastening the interchangeable upper portion to the

article of footwear, the one or more alignment mechanisms being disposed on a rear portion of

the fixed upper portion away from the outer perimeter of the article of footwear.

13. (Canceled)

14. (Previously Presented) The article of footwear of claim 12, wherein the one or

more alignment mechanisms include hook and loop fasteners.

15. (Previously Presented) The article of footwear of claim 12, further comprising an

interchangeable upper portion, the interchangeable upper portion comprising:

one or more releasable fasteners for releasably fastening the interchangeable upper

portion to the article of footwear.

16. (Previously Presented) The article of footwear of claim 15, wherein the

interchangeable upper portion further comprises one or more alignment mechanisms for aligning

the interchangeable upper portion on the article of footwear prior to releasably fastening the

interchangeable upper portion to the article of footwear.

- 5 -

17. (Previously Presented) The article of footwear of claim 12, wherein at least a

portion of the fixed upper portion comprises a breathable material.

18. (Previously Presented) The article of footwear of claim 12, wherein at least a

portion of the fixed upper portion comprises a breathable material, and wherein the portion of

breathable material on the fixed upper portion can correspond with a portion of breathable

material on an interchangeable upper portion, and thereby can allow airflow through the

breathable portions to a wearer's foot.

19. (Previously Presented) The article of footwear of claim 16, wherein the one or

more alignment mechanisms of the interchangeable upper portion are engaging the one or more

alignment mechanisms of the article of footwear.

20. (Previously Presented) The article of footwear of claim 15, wherein the

interchangeable upper portion is releasably fastened to the article of footwear.

21. (Original) The article of footwear of claim 12, further comprising an

interchangeable upper portion releasably fastened to the article of footwear.

-6-

22. (Original) The article of footwear of claim 21, wherein the interchangeable upper

portion substantially covers the fixed upper portion.

23. (Currently Amended) An article of footwear comprising:

a fixed upper portion defining a bottom exterior perimeter;

a sole defining an outer exterior perimeter, the sole fixedly connected to the fixed upper

portion such that the outer exterior perimeter of the sole generally corresponds with a substantial

portion of the bottom exterior perimeter of the fixed upper portion to form an outer perimeter of

the article of footwear;

one or more releasable fasteners releasably fastening an interchangeable upper portion to

the article of footwear, the one or more releasable fasteners being generally disposed along at

least a portion of the outer perimeter of the article of footwear but not extending continuously

along the entire outer exterior perimeter of the sole; and

one or more alignment mechanisms for aligning the interchangeable upper portion with

the article of footwear prior to releasably fastening the interchangeable upper portion to the

article of footwear, the one or more alignment mechanisms disposed on a rear portion of the

article of footwear away from the outer perimeter of the article of footwear.

24. (Previously Presented) The article of footwear of claim 23, wherein one or more

of the one or more alignment mechanisms is disposed on the fixed upper portion and a

-7-

corresponding one or more of the one or more alignment mechanisms is disposed on the

interchangeable upper portion.

25. (Previously Presented) The article of footwear of claim 24, wherein the one or

more alignment mechanisms of the fixed upper portion are engaging the one or more alignment

mechanisms of the interchangeable upper portion.

26. (Original) The article of footwear of claim 23, wherein the interchangeable upper

portion substantially covers the fixed upper portion.

27. (Currently Amended) A method of releasably fastening an interchangeable upper

portion of an article of footwear to a fixed upper portion of an article of footwear, the article of

footwear defining an outer exterior perimeter, the method comprising:

engaging one or more alignment mechanisms on the interchangeable upper portion with

one or more alignment mechanisms on the article of footwear, the one or more alignment

mechanisms on the interchangeable upper portion being disposed on a rear portion of the

interchangeable upper portion away from the exterior perimeter, and the one or more alignment

mechanisms on the article of footwear being disposed on a rear portion of the article of footwear

away from the outer exterior perimeter; and

-8-

releasably fastening the interchangeable upper portion to the fixed upper portion along at

least a portion of the outer exterior perimeter but not continuously along the entire outer exterior

perimeter.

28. (Previously Presented) The footwear component of claim 1, wherein the

interchangeable upper portion is large enough to substantially cover a fixed upper portion of an

article of footwear when releasably fastened thereto.

29. (Previously Presented) The article of footwear of claim 12, wherein the

interchangeable upper portion is large enough to substantially cover a fixed upper portion of an

article of footwear when releasably fastened thereto.

30. (Previously Presented) The article of footwear of claim 23, wherein the one or

more releasable fasteners comprise zippers.

31. (Previously Presented) The article of footwear of claim 23, wherein a portion of at

least one of the one or more releasable fasteners disposed along at least a portion of the outer

perimeter of the article of footwear extends away from the sole at a heel portion of the article of

footwear.

-9-